

189265

STATE OF SOUTH CAROLINA

(Caption of Case)

Joint Application of

PAETEC Communications Inc.

and

US LEC of South Carolina Inc.

For Approval of Intra-corporate Merger, Assignment
of Authorization and Cancellation of US LEC's
Authority to Provide Telecommunications Service

BEFORE THE
PUBLIC SERVICE COMMISSION
OF SOUTH CAROLINA

COVER SHEET

DOCKET

NUMBER: 2007 - 364 - C

(Please type or print)

Submitted by: Craig H. MetzSC Bar Number: 8134Address: Venable LLPTelephone: 202-344-4000575 7th Street, NWFax: 202-344-8300Washington, DC 20004

Other: _____

Email: chmetz@venable.com

NOTE: The cover sheet and information contained herein neither replaces nor supplements the filing and service of pleadings or other papers as required by law. This form is required for use by the Public Service Commission of South Carolina for the purpose of docketing and must be filled out completely.

DOCKETING INFORMATION (Check all that apply)

☐ Emergency Relief demanded in petition☐ Request for item to be placed on Commission's Agenda expeditiously☒ Other: Letter requesting additional time to file direct testimony, due to changes in proposed transaction

INDUSTRY (Check one)	NATURE OF ACTION (Check all that apply)	
<input type="checkbox"/> Electric	<input type="checkbox"/> Affidavit	<input checked="" type="checkbox"/> Letter
<input type="checkbox"/> Electric/Gas	<input type="checkbox"/> Agreement	<input type="checkbox"/> Memorandum
<input type="checkbox"/> Electric/Telecommunications	<input type="checkbox"/> Answer	<input type="checkbox"/> Motion
<input type="checkbox"/> Electric/Water	<input type="checkbox"/> Appellate Review	<input type="checkbox"/> Objection
<input type="checkbox"/> Electric/Water/Telecom.	<input type="checkbox"/> Application	<input type="checkbox"/> Petition
<input type="checkbox"/> Electric/Water/Sewer	<input type="checkbox"/> Brief	<input type="checkbox"/> Petition for Reconsideration
<input type="checkbox"/> Gas	<input type="checkbox"/> Certificate	<input type="checkbox"/> Petition for Rulemaking
<input type="checkbox"/> Railroad	<input type="checkbox"/> Comments	<input type="checkbox"/> Petition for Rule to Show Cause
<input type="checkbox"/> Sewer	<input type="checkbox"/> Complaint	<input type="checkbox"/> Petition to Intervene
<input type="checkbox"/> Telecommunications	<input type="checkbox"/> Consent Order	<input type="checkbox"/> Petition to Intervene Out of Time
<input type="checkbox"/> Transportation	<input type="checkbox"/> Discovery	<input type="checkbox"/> Prefiled Testimony
<input type="checkbox"/> Water	<input type="checkbox"/> Exhibit	<input type="checkbox"/> Promotion
<input type="checkbox"/> Water/Sewer	<input type="checkbox"/> Expedited Consideration	<input type="checkbox"/> Proposed Order
<input type="checkbox"/> Administrative Matter	<input type="checkbox"/> Interconnection Agreement	<input type="checkbox"/> Protest
<input type="checkbox"/> Other: _____	<input type="checkbox"/> Interconnection Amendment	<input type="checkbox"/> Publisher's Affidavit
	<input type="checkbox"/> Late-Filed Exhibit	<input type="checkbox"/> Report
		<input checked="" type="checkbox"/> Request
		<input type="checkbox"/> Request for Certification
		<input type="checkbox"/> Request for Investigation
		<input type="checkbox"/> Resale Agreement
		<input type="checkbox"/> Resale Amendment
		<input type="checkbox"/> Reservation Letter
		<input type="checkbox"/> Response
		<input type="checkbox"/> Response to Discovery
		<input type="checkbox"/> Return to Petition
		<input type="checkbox"/> Stipulation
		<input type="checkbox"/> Subpoena
		<input type="checkbox"/> Tariff
		<input type="checkbox"/> Other: _____

Print Form

Reset Form

November 1, 2007

VIA OVERNIGHT DELIVERY

Charles Terreni
Chief Clerk
South Carolina Public Service Commission
101 Executive Center Dr.
Suite 100
Columbia, SC 29210

RECEIVED
2007 NOV - 2 AM 10: 11
SC PUBLIC SERVICE
COMMISSION

Re: DOCKET NO. 2007-364-C
Joint Application of PAETEC Communications, Inc., and US LEC of South Carolina Inc., for Approval of Intra-Corporate Merger, Assignment of Authorization and Cancellation of US LEC's Authority to Provide Telecommunications Service

Dear Mr. Terreni:

On behalf of PAETEC Communications, Inc. ("PAETEC") and US LEC of South Carolina Inc. ("US LEC," collectively with PAETEC, the "Applicants"), this letter hereby respectfully requests that the deadline for their submission of direct testimony in the above-referenced proceeding be extended. Pursuant to the Docketing Department's letter of October 16, 2007 (the "Revised Prefile Letter"), the Applicants' direct testimony is required to be postmarked by November 5, 2007.

PAETEC and US LEC are both wholly-owned subsidiaries of PAETEC Holding Corp. ("Parent"). The application in the above-referenced docket (the "Application") was filed in connection with a proposed intra-corporate restructuring of various of Parent's subsidiaries, and requested authority to merge US LEC with and into PAETEC.

Parent has recently determined that it may be preferable to merge US LEC with, or assign US LEC's authorizations and/or customers to, a subsidiary other than PAETEC. As soon as possible following a final determination as to the appropriate subsidiary entity, an amendment to the Application will be filed to reflect how the proposed intra-corporate restructuring will be completed.

Although the changes to the Application are expected to be very minor (*i.e.*, the substitution of one wholly-owned subsidiary of Parent for another wholly-owned subsidiary of Parent), the precise changes are not currently known; therefore, any direct testimony that the

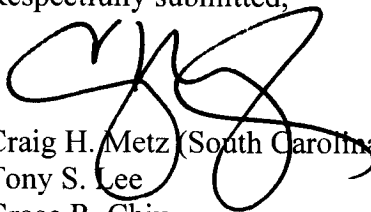
November 1, 2007

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Applicants could file by the deadline specified in the Revised Prefile Letter would not be fully accurate in its depiction of the intra-corporate transaction that will actually take place. In order to ensure that the direct testimony will be complete and accurate in all respects, the Applicants respectfully request that the filing deadline be postponed so that the final structure of the proposed transaction can be determined. The Applicants will amend the Application and file direct testimony as soon as possible, and serve those filings on all parties to this proceeding.

Thank you very much for your attention to this matter. Please date-stamp the extra copy of this letter, and return it to us in the enclosed self-addressed stamped envelope. Should you have any questions with respect to this matter, please do not hesitate to contact Christine McLaughlin at (202) 344-4679.

Respectfully submitted,

A handwritten signature in black ink, appearing to be 'Craig H. Metz', written over the printed names of the signatories.

Craig H. Metz (South Carolina Bar No. 8134)

Tony S. Lee

Grace R. Chiu

Christine McLaughlin

Counsel to PAETEC Communications, Inc., and
US LEC Communications Inc.

cc: F. David Butler, Senior Counsel/Hearing Examiner
Nanette S. Edwards, Office of Regulatory Staff